

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, *et al.*

Debtors.

Case No. 12-12020 (MG)

Jointly Administered

**AMENDED ORDER GRANTING IN PART AND DENYING IN PART MOTION IN  
LIMINE REGARDING DIRECT TESTIMONY OF JEFFREY A. LIPPS**

For the reasons stated on the record at the hearing on August 14, 2013, the motion *in limine* to preclude the Direct Testimony of Jeffrey A. Lipps (“Lipps”), dated July 31, 2013, is granted in part and denied in part. Lipps will not be permitted to testify as an expert witness, but portions of his direct testimony (as identified by paragraph number identified below) will be admitted in evidence as fact witness testimony; portions of his testimony (as identified by paragraph number identified below) will be excluded from evidence; and portions of his testimony (as identified by paragraph number identified below) will not be admitted in evidence but will be considered by the Court as part of the legal arguments of the Debtors in support of approval of the FGIC Rule 9019 settlement.

The following paragraphs will be admitted in evidence as fact witness testimony:

5, 6, 7, 8, 9, 10, 11, 12, 13, 127, 129, 130, 131, 141, 142, 143, 144, 145, 146, 147, 148, 150, 151, 152, 153 (except last sentence), 154.

The following paragraphs will be excluded from evidence:

1, 2, 3, 4, 14, 26, 27, 50, 55, 63, 77 (last sentence only), 87, 95, 96 (except for last sentence), 102, 111, 116 (last sentence only), 121, 125 (last sentence only), 126, 128, 132, 133, 134 (first sentence only), 135 (last sentence only), 139, 140, 149, 153 (last sentence only, including footnote), 155.

The following paragraphs will not be admitted in evidence but will be considered as legal argument (and not subject to cross-examination):

15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 28, 29, 30, 31, 32, 33, 34,  
35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 51, 52, 53,  
54, 56, 57, 58, 59, 60, 61, 62, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73,  
74, 75, 76, 77 (except for last sentence), 78, 79, 80, 81, 82, 83, 84,  
85, 86, 88, 89, 90, 91, 92, 93, 94, 96 (last sentence only), 97, 98,  
99, 100, 101, 103, 104, 105, 106, 107, 108, 109, 110, 112, 113,  
114, 115, 116 (except for last sentence), 117, 118, 119, 120, 122,  
123, 124, 125 (except last sentence), 134 (except for first  
sentence), 135 (except for last sentence), 136, 137, 138.

**IT IS SO ORDERED.**

Dated: August 15, 2012  
New York, New York

*Martin Glenn*  
MARTIN GLENN  
United States Bankruptcy Judge